

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

BOARHEAD FARM AGREEMENT GROUP,	:	
	:	
Plaintiff,	:	
	:	
v.	:	Civil Action No. 02-3830
	:	
ADVANCED ENVIRONMENTAL	:	
TECHNOLOGY CORPORATION, ET AL.,	:	
	:	
Defendants.	:	

ANSWER OF PLAINTIFF TO NRM INVESTMENT COMPANY'S COUNTERCLAIM

Plaintiff Boarhead Farm Agreement Group ("the Agreement Group"), by and through its attorneys, by way of Answer to the Counterclaim of NRM Investment Company ("NRM"), hereby states as follows:

1. The Agreement Group admits that NRM's counterclaim arises out of the same transaction on which the Agreement Group's Complaint is based, and that this Court has jurisdiction over the counterclaim pursuant to Fed. R. Civ. P. 13. The remaining allegations of this paragraph are denied. The Agreement Group additionally denies that its "individual members" are parties to this action such that claims may be asserted against them by way of counterclaim.

2. The allegations of this paragraph constitute legal conclusions to which no response is necessary. To the extent that these allegations constitute allegations of fact, the allegations are denied.

3. The allegations of this paragraph constitute legal conclusions to which no response is necessary.

AFFIRMATIVE DEFENSES

1. The counterclaim ~~fails to~~ state a claim upon which relief may be granted.
2. The counterclaim improperly attempts to assert claims against ~~entities~~ not party to this action.

WHEREFORE the Agreement Group demands judgment in its favor against NRM dismissing NRM's counterclaim with prejudice, awarding costs to the Agreement Group, and granting the Agreement Group such other and further relief as the Court deems just and proper.

BALLARD SPAHR ANDREWS & INGERSOLL, LLP
A Pennsylvania Limited Liability Partnership

Dated: August 20, 2004

By: Glenn A. Harris /s/
Glenn A. Harris, Esquire (#51222)
Plaza 1000, Suite 500, Main Street
Voorhees, New Jersey 08043
Phone: (856) 761-3400

Attorneys for Plaintiff Boarhead Farm
Agreement Group

CERTIFICATION OF SERVICE

Dawn M. Neukirch, of full age, certifies as follows:

1. I am employed by the law firm of Ballard Spahr Andrews & Ingersoll, LLP, as a legal secretary.
2. On this date, I caused one copy of Answer of Plaintiff to NRM Investment Company's Counterclaim in the above-captioned matter to be served via first class U.S. mail upon the following:

ALL DEFENDANTS ON ATTACHED SERVICE LIST

I hereby certify that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.

Dated: August 20, 2004

Dawn M. Neukirch /s/
Dawn M. Neukirch

***Boarhead Farm Defendants' Service List
File No. 892241***

Thomas W. Sabino, Esquire
Wolff & Samson, PC
280 Corporate Center
5 Becker Farm Road
Roseland, New Jersey 07068-1776
Phone: 973-740-0500
Fax: 973-740-1407
e-mail: tsabino@wolffsamson.com

-and-

Robert M. Morris, Esquire
Morris & Adelman, P.C.
1920 Chestnut Street
P.O. Box 30477
Philadelphia, PA 19103
Phone: 215-568-5621
Fax: 215-568-3253
e-mail: mmorris@morrisadelman.com
Advanced Environmental Technology Corp.

Melissa Flax, Esquire
Carella, Byrne, Bain, Giffillan, Cocchi,
Stewart & Olstein, P.C.
5 Becker Farm Road
Roseland, New Jersey 07068-1739
Phone: 973-994-1700
Fax: 973-994-1744
e-mail: mflax@carellabyrne.com
Handy & Harman Tube Company

Lynn Wright, Esquire
Edwards & Angell, LLP
750 Lexington Avenue
New York, New York 10022-1200
Phone: 212-308-4411
Fax: 212-308-4844
e-mail: lwright@calaw.com
Carpenter Technology Corporation

Seth v.d.H. Cooley, Esquire
Duane Morris LLP
Suite 4200, One Liberty Place
Philadelphia, PA 19103-7396
Phone: 215-979-1000
Fax: 215-979-1020
e-mail: seecooley@duanemorris.com
Flexible Circuits & Riched Circuits

-and-

A. Nicole Friant, Esquire
Duane Morris LLP
One Liberty Place
Suite 4200
Philadelphia, PA 19103-7396
Phone: 215-979-1818
Fax: 215-979-1020
e-mail: anfriant@duanemorris.com

Stephen P. Chawaga, Esquire
Monteverde, McAlee & Hurd
One Penn Center at Suburban Station
Suite 1500
1617 John F. Kennedy Boulevard
Philadelphia, PA 19103-1815
Phone: 215-557-2900
Fax: 215-557-2990
e-mail: schawaga@monteverde.com
Merit Metals Products Corp.

Steven J. Lemon, Esquire
Jones, Lemon, Graham & Chaney
223 East State Street
Geneva, IL 60134
Phone: 630-208-0805
Fax: 630-208-4651
e-mail: StevenL@joneslemon.com
Plymouth Tube Company

Sandford F. Schmidt, Esquire
Law Offices of Schmidt & Tomlinson
29 Union Street
Medford, NJ 08055
Phone: 609-714-0600
Fax: 609-714-0610
e-mail: lawschmidt@erols.com
Quikline Design

Andrew P. Foster, Esquire
Drinker, Biddle & Reath, LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103-6996
Phone: 215-998-2700
Fax: 215-988-2757
e-mail: Andrew.foster@dbb.com
Rahns Specialty Metals, Inc.
Techalloy Co., Inc.
Thomas & Betts Corporation
Unisys Corporation

-and-

Adina Marie Bingham, Esquire
Drinker Biddle & Reath LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103-6996
Phone: 215-988-2700
Fax: 215-988-2757
e-mail: Adina.Bingham@dbb.com

Laura Ford Brust, Esquire
Swidler Berlin Shereff Friedman, LLP
3000 K Street, N.W., Suite 300
Washington, DC 20007
Phone: 202-424-7500
Fax: 202-424-7643
e-mail: lfb Brust@SWIDLAW.com
Emhart Corporation

Sharon O. Morgan, Esquire
Mattleman, Weinroth & Miller, PC
401 Route 70 East, Suite 100
Cherry Hill, New Jersey 08034
Phone: 856-429-5507
Fax: 856-429-9036
e-mail: smorgan@mwm-law.com
Simon Wrecking Co., Inc.

Edward Fackenthal, Esquire
Law Office of Edward Fackenthal
One Montgomery Plaza
Suite 209
Norristown, PA 19401
Phone: (610) 279-3370
Fax: (610) 279-0696
NRM Investment Co.
e-mail: edwardfackenthal@es.com

Richard Friedman, Esquire
McNees, Wallace & Nurick, LLC
P.O. Box 1166
100 Pine Street
Harrisburg, PA 17108-1166
Phone: 717-237-5469
Fax: 717-237-5300
e-mail: rfriedman@mwn.com
Knoll Inc.

Knox L. Haynsworth, III, Esquire
Brown, Massey, Evans, McLeod & Haynsworth, PA
106 Williams Street
P.o. Box 2464
Greenville, South Carolina 29602
Phone: 864-271-7424
Fax: 864-271-3192
e-mail: knoxhaynsworth@bnemhlaw.com
Crown Metro, Inc.

Richard C. Biedrzycki, Esquire
Phelan, Pettit & Biedrzycki
The North American Building
Suite 1600
121 South Broad Street
Philadelphia, PA 19107
Phone: 215-546-0500
Fax: 215-546-9444
e-mail: rbiedrzycki@pp-b.com
Ashland, Inc.